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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

September 13, 2002

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

RECORDATION NO. 21120-D FILED

SEP 13 '02 2-24 PM

SURFACE TRANSPORTATION BOARD

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Termination of Lease, dated as of September 5, 2002, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Master Lease and Schedule which was previously filed with the Board under Recordation Number 21120.

The names and addresses of the parties to the enclosed document are:

Lessor: Key Equipment Finance
66 South Pearl Street
Albany, NY 12203

Lessee: Northwest Container Services, Inc.
11920 N. Burgard Road
Portland, OR 97203

A description of the railroad equipment covered by the enclosed document is:

Eight (8) Three-unit Maxi IV Cars NWCX 1025 – NWCX 1032, inclusive.

Mr. Vernon A. Williams
September 13, 2002
Page Two

A short summary of the document to appear in the index follows:

Termination of Lease

Also enclosed is a check in the amount of \$30.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Alvord', with a stylized flourish at the end.

Robert W. Alvord

RWA/anr
Enclosures

SEP 13 '02 2-24 PM

Termination of Lease

SURFACE TRANSPORTATION BOARD

This Termination of Lease constitutes the acknowledgement of the undersigned parties that Master Lease Schedule No. 03 dated as of March 22, 2000 ("Schedule") which was made a part of the Master Lease Agreement dated as of December 12, 1997 as amended ("Master Lease") between KeyCorp Leasing, a Division of Key Corporate Capital Inc., as the lessor, and Northwest Container Services, Inc. as the lessee, has expired or terminated as to all equipment leased thereunder and which is more specifically described on Exhibit A hereto.

Such Master Lease and Schedule were filed with the Surface Transportation Board, successor to the Interstate Commerce Commission, on March 28, 2000, at 2:21 p.m. under Recordation Number 21120.

This Termination of Lease may be executed by the parties on separate counterparts.

Dated as of September 5, 2002.

Key Equipment Finance, a Division of Key Corporate Northwest Container Services, Inc.
Capital Inc.,

By: [Signature]
Name: Ronald M. Bruzdziński
Title: Regional Lease Contract Manager

By: [Signature]
Name: JASON J. BJORNHOLT
Title: CHIEF FINANCIAL OFFICER

STATE OF NEW YORK)
) ss.:
COUNTY OF Albany)

STATE OF OREGON)
) ss.:
COUNTY OF Multnomah)

On this 11th (Day) day of September
(Month), 2002 (Year), before me the subscriber
personally appeared Ronald M. Bruzdziński,
who being by me duly sworn, did depose and say; that
(s)he resides at Saratoga County, State of
New York; that (s)he is a
Regional Lease Contract Manager of
Key Equipment Finance, the corporation
described in and which executed the foregoing
instrument; and that (s)he signed his/her name thereto
by order of the Board of Directors of said corporation.

On this 10 (Day) day of September
(Month), 2002 (Year), before me the subscriber
personally appeared Jason Bjornholt,
who being by me duly sworn, did depose and say; that
(s)he resides at Washington County, State of
OREGON; that (s)he is a
Chief Financial Officer of
Northwest Container Services the corporation
described in and which executed the foregoing
instrument; and that (s)he signed his/her name thereto
by order of the Board of Directors of said corporation.

[Signature]
NOTARY PUBLIC

[Signature]
NOTARY PUBLIC

My Commission Expires: 2/22/2003

My Commission Expires: 12-19-04

EMMA J. WEISS
Notary Public, State of New York
Qualified in Saratoga County
Exp. Dec. 19, 2004
Commission Expires February 22, 2003.

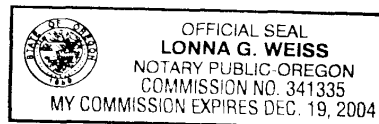


EXHIBIT A
To Termination of Lease

Eight (8) Three Unit Max IV Cars Lettered and Numbered:

NWCX 1025
NWCX 1026
NWCX 1027
NWCX 1028
NWCX 1029
NWCX 1030
NWCX 1031
NWCX 1032